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*Attorneys for Plaintiff*  
 ORACLE AMERICA, INC.

**UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 SAN FRANCISCO DIVISION**

ORACLE AMERICA, INC.

Plaintiff,

v.

GOOGLE, INC.

Defendant.

Case No. CV 10-03561 WHA

**DECLARATION OF MATTHEW  
 SARBORARIA IN SUPPORT OF  
 GOOGLE, INC.'S ADMINISTRATIVE  
 MOTION TO FILE UNDER SEAL  
 PORTIONS OF THE PARTIES' JOINT  
 LETTER (DKT. NO. 280)**

Dept.: Courtroom 9, 19th Floor  
 Judge: Honorable William H. Alsup

I, MATTHEW SARBORARIA, declare as follows:

1. I am in-house counsel for Oracle America, Inc. (“Oracle”). My title is Senior Patent Counsel and I represent Oracle in the above-captioned matter.

2. I make this declaration based on my own personal knowledge. If called as a witness, I could and would testify competently as to the matters set forth herein.

3. I have reviewed the joint letter submitted by Oracle America, Inc. (Dkt. No. 280) (“the Joint Letter”), along with Google’s Administrative Motion to File Under Seal (Dkt. No. 278) and its supporting papers.

4. Most of the redacted material in the Joint Letter refers to deposition testimony of Mr. Douglas Kehring. (The single exception is discussed in Paragraph 7 below.) Google deposed Mr. Kehring on July 28, 2011, as a 30(b)(6) witness. Pursuant to the parties’ agreement, the testimony is designated Highly Confidential – Attorneys’ Eyes Only under to the Protective Order entered in this case, pending review and final determination by the designating party. (Cf. Dkt. No. 66 (Joint Stipulated Protective Order); Dkt. No. 68 (Order Approving Stipulated Protective Order Subject to Stated Conditions).) The testimony that Oracle seeks to seal is competitively sensitive information, has been designated Confidential or Highly Confidential pursuant to the Protective Order, and is sealable.

5. The testimony reflected on page 2 of the Joint Letter involves testimony concerning Oracle’s business strategy related to its acquisition of Sun Microsystems, Inc. (“Sun”), valuation of particular assets in connection with that acquisition, and specific monetary offers from Oracle to an acquisition target. Oracle does not ordinarily disclose such information to the public, even after an acquisition has closed. Disclosure of Oracle’s acquisition-related materials would reveal the company’s strategies and projections regarding business growth and other contemporary plans related to Sun assets, compromise its data sources, and provide an unfair advantage to Oracle’s competitors and acquisition targets. I understand that the Court has previously held that acquisition-related documents, the substance of which is reflected in Mr. Kehring’s deposition testimony, should be sealed. (See Dkt. Nos. 186, 203.)

6. Similarly, the testimony reflected on pages 4-5 of the Joint Letter reflects testimony about particular valuation efforts, financial analyses, and accounting documents related to Oracle’s

1 acquisition of Sun. Mr. Kehring's testimony discloses Oracle's strategy related to valuation efforts in  
 2 connection with the Sun acquisition, reveals how Oracle values particular elements of an acquisition  
 3 target's business, and refers to third-party accounting documents that I understand the Court has already  
 4 held should remain under seal. (*See* Dkt. Nos. 186, 203.) Third-party accounting information is often  
 5 used by businesses to understand the market and obtain necessary inputs in developing new business  
 6 strategies. Failure to maintain the confidentiality of the information, which Oracle has promised those  
 7 third parties it will protect, could possibly lead to their refusal to sell Oracle industry data in the future,  
 8 and could cause competitive harm as Oracle's competitors learn the sensitive valuation and accounting  
 9 process that goes into Oracle's decision to enter into a multibillion-dollar merger and acquisition  
 10 transaction.

11 7. The single clause redacted from page 6 of the Joint Letter seeks to seal the testimony of  
 12 Mr. Andy Rubin, a Google witness. Google, not Oracle, designated that testimony Confidential under  
 13 the Protective Order. Oracle states no position as to whether disclosure of that information would cause  
 14 harm to Google, and would not oppose an order requiring Google to file that testimony in the public  
 15 record, particularly in light of the fact that Google did not explain in its declaration in support of its  
 16 administrative motion the basis for sealing its own purportedly confidential information.

17 I declare under penalty of perjury that the foregoing is true and correct and that this declaration  
 18 was executed on August 12, 2011 at Redwood Shores, California.

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 20 By: /s/Matthew Sarboraria  
 21 Matthew Sarboraria  
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ATTESTATION OF FILER

I, Steven C. Holtzman, have obtained Mr. Matthew Sarboraria's concurrence to file this document on his behalf.

Dated: August 12, 2011

BOIES, SCHILLER & FLEXNER LLP

By: /s/ Steven C. Holtzman  
Steven C. Holtzman

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